

EXHIBIT 3

Message

From: Jessica Delbaum [Jessica.Delbaum@Shearman.com]
Sent: 8/3/2021 5:06:23 PM
To: Nelson, Brandon [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=0f78ba84b5fb4f88b0be4a07e395a282-Nelson, Brandon]; Land, Robert [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=6d48348af76c49678e2a6733618fa3e9-Land, Robert]; Friedman, Brian [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=213c7eb421a24b14b2635292d4bf4a2b-Friedman, Brian]; Davidson, Reese [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=73ccf2c92d1144259835a3390d047d88-Davidson, R]
Subject: FW: AA/JetBlue
Attachments: Third Amendment to NEA Agreement [EXECUTED] .pdf; NEA Implementation and Information Sharing Guidelines[1].pdf; Project Connie_Steer Co Update_2021.07.09 v12.pdf

FYI.

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 Partner

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From: Devon.Diggs@lw.com <Devon.Diggs@lw.com>
Sent: Tuesday, August 03, 2021 4:55 PM
To: Dick.Doidge@usdoj.gov
Cc: Farrell.Malone@lw.com; Dan.Wall@LW.com; Michael.Egge@LW.com; Andrew.Paik@lw.com; Jessica Delbaum <Jessica.Delbaum@Shearman.com>; Tara.Tavernia@lw.com; Ryan Leske <Ryan.Leske@Shearman.com>; Robert.Lepore@usdoj.gov; Kate.Riggs@usdoj.gov; Aaron.Goodman@usdoj.gov; Scott.Reiter@usdoj.gov
Subject: RE: AA/JetBlue

Dick,

Confirming receipt and providing an update regarding your first few questions.

- 1) The Second Amendment to the NEA and the First Amendment to the MGIA were signed on July 7, 2021.
- 2) Section 1.4(c) of the Second Amendment was another provision intended to ensure each carrier's slots remain in use. Based on feedback from the DOT, however, the Parties further amended the NEA – see the attached Third Amendment to the NEA, signed July 27, 2021 (attached as **“Third Amendment to NEA Agreement [EXECUTED] .pdf”**). As you will see, this amendment removes Section 1.4(c) of the Second Amendment to the NEA; in other words, it is no longer applicable or in force. Of course it never came close to being triggered in the very short time it was in effect.
- 3) The Protocols referred to in Section 1.1(f) of the Second Amendment to the NEA are attached as **“NEA Implementation and Information Sharing Guidelines[1].pdf”**. This document was provided to the Department of Transportation on January 21, 2021, pursuant to American and JetBlue's commitments under the January 10, 2021 DOT Agreement, Section III.B.4.

In addition, we have attached the July 9, 2021 presentation to the Senior Planning Team (**“Project Connie Steer Co Update 2021.07.09 v12.pdf”**).

We are reviewing your remaining questions and will respond in due course.

PLAINTIFFS EXHIBIT
PX0871
 1:21-CV-11558

This email and its attachments should be given confidential treatment and protected from disclosure under all relevant laws, rules and regulations. Please let us know if you have any questions.

Best,
Devon

Devon A. Diggs

Pronouns: he/him/his

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From: Doidge, Dick (ATR) <Dick.Doidge@usdoj.gov>

Sent: Wednesday, July 28, 2021 12:44 PM

To: Diggs, Devon (Bay Area) <Devon.Diggs@lw.com>

Cc: Malone, Farrell (DC) <Farrell.Malone@lw.com>; Wall, Dan (Bay Area) <Dan.Wall@LW.com>; Egge, Michael (DC) <Michael.Egge@LW.com>; Paik, Andrew (DC) <Andrew.Paik@lw.com>; Jessica.Delbaum@Shearman.com; Tavernia, Tara (DC) <Tara.Tavernia@lw.com>; Ryan.Leske@Shearman.com; Lepore, Robert (ATR) <Robert.Lepore@usdoj.gov>; Riggs, Kate (ATR) <Kate.Riggs@usdoj.gov>; Goodman, Aaron (ATR) <Aaron.Goodman@usdoj.gov>; Reiter, Scott (ATR) <Scott.Reiter@usdoj.gov>

Subject: RE: AA/JetBlue

Dan and Jessica,

Thank you for the responses to our questions. We have some follow-up questions based on the responses and materials that you provided, which appear below. In addition, do you intend to submit a white paper on the geographic market issue we raised?

- What date(s) was the Second Amendment to the Northeast Alliance Agreement and the First Amendment to the Mutual Growth Incentive Agreement executed?
- Provide the protocols and any material revisions referred to in Section 1.1 (f) of the Second Amendment to the Northeast Alliance Agreement.
- Section 1.4(c) of the Second Amendment to the Northeast Alliance Agreement appears to allow for the termination of a slot lease for less than two full IATA seasons. Please explain if our understanding is correct and, if so, why the reason for this provision.
- For each of the Senior Planning Team meetings described below, provide a list of attendees, and identify the presenters of the decks submitted in your July 9, 2021 response.
 - 4/14/2021-4/16/2021 – In person meetings in DFW
 - 5/19/2021-5/20/2021 – In person meetings in DFW
 - 6/17/2021-6/18/2021 – In person meetings in Ft. Lauderdale
 - 7/9/2021 – NEA Steering Committee Meeting
- In your response below, you say that American and JetBlue “did not begin jointly optimizing their schedules until April 2021.” Yet the file you provided as the “most formal representation” of the jointly optimized summer schedule has 26MAR21 in the file name. Explain the meaning of “26MAR21.” On what date was the joint optimization described in “AA NEA Retimes Pattern 26MAR21 with Priority v2.xlsx” agreed to?
- The document titled “NEA Deck 41421 v4.pptx” provided with your response lists “Clean-team allocated 6 JFK slot-pairs to B6 outside of scope flying (TATL)...B6 planning vision is up to 15 slot-pairs, funding required” as an “Open Item.” Specifically describe the protocols that cover any information sharing regarding out of scope resource deployment. List all instances where non-public information regarding out-of-scope resource deployment or scheduling plans have been shared between any American and JetBlue employees since January 10, 2021.

- Provide emails provided by AA and B6 to its customers (including corporate and government customers) offering the possibility of an NEA Addendum to their existing contact(s) with AA and/or B6. If not contained in those emails, provide the wording of the NEA addendum offered to corporate and government customers beginning June 16. As always, let me know if you have any questions.

Regards,

Dick

J. Richard Doidge
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202-384-0836 (mobile)

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